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THERREL BAISDEN, LLP

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April 28, 2017

CATCHINGS THERREL (1890 - 1971) FRED R. BAISDEN (1903 - 1971) LEO ROSE, JR. (1917 - 1998) FRED R. STANTON (1924-2009)

VIA FEDERAL EXPRESS

Florida Department of State Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, Florida 32301

Re:

A & R Agency, LLC Our File No.: 211226

Dear Sir/Madam:

Enclosed herein are the following documents for filing for the above referenced company and their respective fees:

1. Articles of Organization

\$125.00

2. Certificate of Status

\$ 5.00

TOTAL DUE

\$130.00

Additionally, a check is enclosed for the total amount of \$130.00 for the filing fees and certificate of status.

Please return all correspondence concerning this matter to the undersigned. Thank you

Sincerely,

THERREL BAISDEN, LLP

By:

NMD/sm Enclosures

Articles of Conversion

For

"Other Business Entity"

Into

Florida Limited Liability Company

The Articles of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with s.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of the Article A&R Agency, LLP 2001535			rsion is:	
(Enter Name of Other Business Entity)		YAH.	TT	
2. The "Other Business Entity" is a limited liability partnership		2	77.	
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)		PM 4:	D D	
First organized, formed or incorporated under the laws of		: 0		
3/2/12 (Enter state, or if a non-U.S. entity, the name of the country)				
(date of organization, formation or incorporation)				
3. The name of the Florida Limited Liability Company as set forth in the attached Arti A&R Agency, LLC	icles of	Orga	anization:	
(Enter Name of Florida Limited Liability Company)	~•			
4. If not effective on the date of filing, enter the effective date:	_,			
(The effective date: 1) cannot be prior to date of receipt or filed date nor more that after the date this document is filed by the Florida Department of State; AND 2) on the effective date listed in the attached Articles of Organization, if an effective date Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date document's effective date on the Department of State's records.	iust be e is liste	the s ed the	ame as erein.)	
5. The plan of conversion has been approved in accordance with all applicable statutes.				

6. The "Converted or Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

Signed this 11 th day of May 20_17___ Signature of Authorized Representative of Limited Liability Company: Signature of Authorized Representative Printed Name: Nicholas M. Daniels Title: Registered Agent Signature(s) on behalf of Other Business Entity: [See below for required signature(s)] Signature: Printed Name: Nichelas M. Daniels Signature: __ Printed Name:____ Signature: Title: Printed Name: Printed Name: Printed Name: ______ Title: _____ Signature: __ Title: Printed Name: If Florida Corporation: Signature of Chairman, Vice Chairman, Director, or Officer. If Directors or Officers have not been selected, an Incorporator must sign. If Florida General Partnership or Limited Liability Partnership: Signature of one General Partner. If Florida Limited Partnership or Limited Liability Limited Partnership: Signatures of ALL General Partners. All others: Signature of an authorized person. Fees: Articles of Conversion: \$25,00

> \$30.00 (Optional) \$5.00 (Optional)

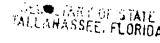
Fees for Florida Articles of Organization: \$125.00

Certified Copy:

Certificate of Status:

ARTICLES OF ORGANIZATION FOR A & R AGENCY, LLC

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ARTICLE I Name

The name of the Limited Liability Company is A & R AGENCY, LLC.

ARTICLE II Address

The mailing address and street address of the principal office of the Limited Liability Company is: 1320 S. Dixie Highway, Suite 241, Coral Gables, Florida 33146.

ARTICLE III <u>Duration</u>

This limited liability company shall have an indefinite duration, unless dissolved according to law, commencing on the 30th day of April, 2017.

ARTICLE IV Registered Agent

The street address of the initial registered office of the Limited Liability Company shall be Therrel Baisden, LLP, 1 SE 3rd Avenue, Suite 2950, Miami, Florida 33131, and the name of the initial registered agent of the Limited Liability Company at that address is Nicholas M. Daniels.

ARTICLE V Manager-Managed Company

The Limited Liability Company is to be managed by one or more managers and is therefore a manager-managed company.

The undersigned authorized representative of the members of A & R AGENCY, LLC, hereby executes these articles of organization on this 28th day of April, 2017

Nicholas M. Daniels, authorized representative

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 605, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATED A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of the Limited Liability Company is A & R AGENCY, LLC.
- 2. The name and the Florida street address of the registered agent and office are:

Nicholas M. Daniels Therrel Baisden, LLP I SE 3rd Avenue Suite 2950 Miami, Florida 33131

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, F.S.

Nichelas M. Daniels

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